

OFFICE OF THE SECRETARY
FIRST RECORD SHEET FOR RECORDATIONS

Please Keep in folder

NUMBER	DATE AND TIME	ITEM	DOCUMENT RECORDED
18847 \$18	6/10/94 11:05am	U.S. Borax Inc Robert W. Alvord Alvord & Alvord 918 16th St N.W. Suite 200 Washington, DC. 20006	Memorandum Of Master Equipment Lease Agreement Dtd. 6/10/94
18847-A \$18	7/11/94 1:00PM	"	MEMORANDUM OF MASTER EQUIPMENT LEASE AGREEMENT DTD. 7/10/94.
18847-B	8/10/94 11:00AM	"	MEMORANDUM OF MASTER EQUIPMENT LEASE AGREE- MENT DTD. 8/10/94.
18847-C \$18	9/12/94 10:15AM	"	MEMORANDUM OF MASTER EQUIPMENT LEASE AGREE- MENT DTD. 6/10/94.
18847-D \$21	10/11/94 11:05AM	"	Memorandum of Master Equipment Lease Agreement. dtd. 10/10/94.
18847-E \$21	11/15/94 12:05PM	"	Memorandum of Master Equipment Lease Agreement. dtd. 11/10/94.
18847-F \$21	12/27/95 2:45PM	"	Memorandum of Master Equipment Lease Agreement with Schedule 807. dtd. 12/26/95.
18847-G \$24	3/10/97 2:35PM	"	" Notice of Complete Termination and Release. dtd. 3/10/97 (See 18523-B).
18847-H \$24	9/30/97 3:40PM	"	" Memorandum of Bill of Sale and Assignment and Assumption Agreement. dtd. 9/30/97. (See 14097-E).

(See Next page)

8847

**SURFACE TRANSPORTATION BOARD
RECORDATION REGISTER- CONTINUED**

VENDEE, LESSEE, MORTGAGOR, BAILEE:

VENDOR, LESSOR, MORTGAGEE, BAILOR, TRUSTEE, SECURED PARTY OR OTHER OWNER:

ASSIGNEE: GATX Third Aircraft Corporation, Four Embarcadero Center, Suite 2200, San Francisco, CA 94111

ASSIGNOR: Sonoma Trust II, Rodney Square North, 1100 North Market Street, Wilmington DE 19890

RECORDATION

NUMBER	DATE & TIME	FILED BY	DOCUMENT RECORDED AND DATE	SUMMARY/DESCRIPTION
18847-L \$26	3/11/98 12:45 PM		RESERVED FOR CROSS REFERENCE	SEE RECORDATION NUMBER 15616-C FOR DOCUMENT AND EQUIPMENT.
18847-M \$26	1/7/2000 3:46 PM	LOUIS E. GITOMER BALL JANIK LLP 1455 F STREET NW SUITE 225 WASHINGTON DC 20005	MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT DATED 12/22/99.	consist of 49 tank cars (AMIX, SYRX, NLSX). For specific car numbers see Schedule 1.

0100222001

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N.W.
SUITE 200
WASHINGTON, D.C.

0100262001

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL
URBAN A. LESTER

(202) 393-2266
FAX (202) 393-2156

RECORDATION NO. **18847** FILED 1425

June 10, 1994

JUN 10 1994 -11 05 AM

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two duly executed copies of a Memorandum of Master Equipment Lease Agreement, dated as of June 10, 1994, a primary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor:	Pitney Bowes Credit Corporation 201 Merritt Seven Norwalk, Connecticut 06856
Lessee:	U.S. Borax, Inc. 26877 Tourney Road Valencia, CA 91380

RECORDED

JUN 10 1994

A description of the railroad equipment covered by the enclosed document is attached as Exhibit A to the Memorandum.

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

Enclosures

Edward M. Levin

Alvord

Interstate Commerce Commission
Washington, D.C. 20423

6/10/94

OFFICE OF THE SECRETARY

Robert W. Alvord

Alvord & Alvord

918 16th St N.W. Suite 200

Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 6/10/94 at 11:05am, and assigned
18847
recording number(s).

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

18847
RECORDATION NO. _____ FILED 1425
JUN 10 1994 - 11 05 AM
INTERSTATE COMMERCE COMMISSION

**MEMORANDUM
OF MASTER EQUIPMENT LEASE AGREEMENT**

On the date hereof, the parties hereto entered into that certain Master Equipment Lease Agreement No. 7715964 (the "Lease Agreement") dated as of June 6, 1994, and that certain Lease Schedule No. 801 attached and incorporated by reference thereto, by and between Pitney Bowes Credit Corporation ("Lessor"), having a place of business located at 201 Merritt Seven, Norwalk, Connecticut 06856-5151, and U. S. Borax Inc. ("Lessee"), having its principal place of business located at 26877 Tournay Road, Valencia, CA 91380, pursuant to which Lessor has leased to Lessee the Equipment described on Exhibit A hereto, subject to the terms and conditions of said Lease Agreement.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum of Master Equipment Lease Agreement (the "Memorandum") to be duly executed in its respective corporate name by an officer duly authorized and hereby declares pursuant to 28 U.S.C. 1746 under penalty of perjury that this Memorandum is a true and correct document and is effective as of the day 10th of June, 1994.

PITNEY BOWES CREDIT CORPORATION

U.S. BORAX INC.

BY: [Signature]

BY: [Signature]

ITS: REGION VICE PRESIDENT

ITS: PRESIDENT

DATE: JUNE 7, 1994

DATE: JUNE 6, 1994

EXHIBIT A

<u>QTY</u>	<u>ITEM</u>	<u>MANUFACTURER MODEL & REPORTING MARKS</u>
Forty-nine (49)	1994 4,750 Cubic Foot covered Hopper Cars	Trinity Industries, Inc. Lettered BORX 400001 through and including 400028, 400030, 400101, 400102, 400104, 400105, 400107 through and including 400115, 400119, 400122, 400124 through and including 400127, 400129

and all accessories, attachments, accessions, substitutions thereto.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5907

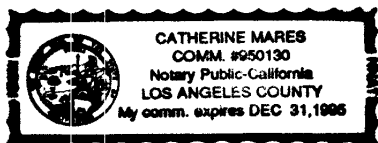
State of CALIFORNIA

County of LOS ANGELES

On June 6, 1997 before me, CATHERINE MARES, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., JANE DOE, NOTARY PUBLIC

personally appeared J. L. WHITE-THOMPSON
NAME(S) OF SIGNER(S)

☒ personally known to me - OR - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Catherine Mares
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER

TITLE(S)

- ☐ PARTNER(S) ☐ LIMITED
☐ GENERAL

- ☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

Memorandum of Understanding
EQUIPMENT LEASE AGREEMENT
TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5907

State of California
 County of Orange
 On June 7, 1994 before me, Carolyn S. Bruner, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"
 personally appeared John K. Fitzpatrick,
NAME(S) OF SIGNER(S)

☒ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person~~(s)~~ whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~ signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~ acted, executed the instrument.



WITNESS my hand and official seal.

Carolyn S. Bruner
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

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TITLE(S)

- ☐ PARTNER(S) ☐ LIMITED
☐ GENERAL

- ☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

Memorandum of Master Equipment Lease Agreement
TITLE OR TYPE OF DOCUMENT

2
NUMBER OF PAGES

6-6-94
DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE